# **FORM D**

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SEG Mail Processing Section

# FORM D

14	3		60	
ОМЕ	APPR			
OMB Num			235-00	
Expires: Estimated	June	30	,2008	3
Estimated	averaç	je bi	irden	(
hours per	respon	se	16.	00

ામાં ૧૫ , <mark>૫08</mark>

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

SEC USE ONLY					
Prefix	Serial				
DATE RECEN	/ED				
ļ	1				

Nestilington, DG

UNIFORM LIMITED OFFERING EXEMPTION

100	
Name of Offering ( check if this is an amendment and name has changed, and indicate change.)	
LLC Unit Offering of Orthopaedic & Spine Implant Services of Melbourne, LLC  Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	ULOE PROCESSED
Type of Filing:	
A. BASIC IDENTIFICATION DATA	JUL 0 3 2008
	THOMSON REUTERS
1. Enter the information requested about the issuer	THOMSOM REDIEKS
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)	
Orthopaedic & Spine Implant Services of Melbourne, LLC	Telephone Number (Including Area Code)
Address of Executive Offices (Number and Street, City, State, Zip Code)  1415 Atlantic Blvd. Unit B	904 247-4220
Address of Principal Business Operations (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
(if different from Executive Offices)	
Brief Description of Business	
Diei Deserption of Dasiness	i 188111 8P 22 18111 8B 22 28111 8B 18 1 2871 1 1811 1 1812 1 1811
Type of Business Organization	
corporation   limited partnership, already formed   other (	olease specify 08050812
Actual or Estimated Date of Incorporation or Organization: O 4 O 8	mated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State	2:
CN for Canada; FN for other foreign jurisdiction)	
GENERAL INSTRUCTIONS	
Federal:	
Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D 77d(6).	
When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given which it is due, on the date it was mailed by United States registered or certified mail to that address.	; A notice is deemed filed with the U.S. Securities elow or, if received at that address after the date on
Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20	549.
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manual photocopies of the manually signed copy or bear typed or printed signatures.	ly signed. Any copies not manually signed must be
Information Required: A new filing must contain all information requested. Amendments need only report thereto, the information requested in Part C, and any material changes from the information previously support be filed with the SEC.	ort the name of the issuer and offering, any changes lied in Parts A and B. Part E and the Appendix need
Filing Fee: There is no federal filing fee.	
State:	
This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for accompany this form. This notice shall be filed in the appropriate states in accordance with state law, this notice and must be completed.	Securities Administrator in each state where sales or the exemption, a fee in the proper amount shall
ATTENTION	
Failure to file notice in the appropriate states will not result in a loss of the federal e appropriate federal notice will not result in a loss of an available state exemption unle filing of a federal notice.	xemption. Conversely, failure to file the ess such exemption is predictated on the

### A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. ■ Beneficial Owner Executive Officer Director General and/or Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) Surgical Implant Services, LLC (Number and Street, City, State, Zip Code) Business or Residence Address Neptune Beach, FL 32266 1415 Atlantic Blvd. Unit B Executive Officer General and/or Check Box(es) that Apply: Promoter Beneficial Owner ☐ Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Executive Officer Check Box(es) that Apply: Promoter Beneficial Owner Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) General and/or Executive Officer Check Box(es) that Apply: Promoter ☐ Beneficial Owner ☐ Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Beneficial Owner Executive Officer ☐ Director General and/or Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Promoter ☐ Beneficial Owner Executive Officer General and/or Check Box(es) that Apply: Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Promoter ☐ Beneficial Owner Executive Officer General and/or Check Box(es) that Apply: Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

					B. II	NFORMATI	ON ABOU	T OFFERI	NG				
1.	1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?											Yes	No <b>E</b>
	Answer also in Appendix, Column 2, if filing under ULOE.											_	_
2.	2. What is the minimum investment that will be accepted from any individual?											\$_5,0	00.00
3.	3. Does the offering permit joint ownership of a single unit?										Yes	No <b>⊠</b>	
3. 4.											_		
	If a pers	on to be lis s, list the na	ilar remune ted is an ass ime of the b you may so	sociated pe roker or de	rson or age aler. If mo	ent of a brok ore than five	er or deale (5) persor	r registered is to be list	I with the S ed are asso	EC and/or	with a state		
Ful	l Name (I	Last name	first, if indi	ividual)									
Bu	siness or	Residence	Address (N	lumber and	I Street, Ci	ity, State, Z	ip Code)						
Na	me of Ass	sociated Br	oker or Dea	aler	<u> </u>	<u></u>	<del></del>						<u> </u>
Sta	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers				<del></del>		
	(Check	"All States	" or check	individual	States)	***************************************	•••••			«111»»»»»»»«««««««««««««««««««««««««««			l States
	AL	[AK]	ΑZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	[ID]
	IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM TITE	NY	NC VA	ND WA	OH)	OK]	OR WY	PA PR
	RÏ	SC	SD	[TN]	TX	UT	VT	VA	WAJ	<u> </u>		W 1	
Ful	l Name (	Last name	first, if indi	ividual)									
Bu	siness or	Residence	Address (1	Number an	d Street, C	City, State,	Zip Code)						
Na	me of Ass	sociated Bi	oker or De	aler	· · · · · · · · · · · · · · · · · · ·								
Sta			Listed Has										
	(Check	"All States	s" or check	individual	States)				***************	********		☐ Al	l States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC		GA	HI	ID
	TL.	IN NE	IA	KS	KY	LA	ME	MD	MA	MI OH	MN OK	MS OR	MO PA
	MT RI	NE SC	NV SD	NH TN	NJ TX	NM UT	NY VT	NC VA	ND WA	WV	WI	WY	PR
Fu			first, if ind								<u></u>		
			: Address (?		d Street C	ity State	Zin Code)		<del></del>				· · · · · · · · · · · · · · · · · · ·
ьu	anicaa Ul	ACOIG CHCC	(1	ei di		, o.a.c, i							
Na	me of As:	sociated Bi	oker or De	aler									
Sta	tes in Wh	nich Persor	Listed Ha	s Solicited	or Intends	to Solicit	Purchasers						
	(Check	"All State:	s" or check	individual	l States)		.,					□ AI	l States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	[ID]
	· IL	IN NE	[]A	[KS]	KŸ	LA NM	ME NY	MD NC	MA ND	MI OH	MN OK	MS OR	MO PA
	MT)	NE SC	NV SD	NH) [TN]	NJ TX	UT	VT	VA	WA	WV		WY	PR

## C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	,	\$
	Equity	•	s 10,000.00
	Common Preferred	<u> </u>	
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests		
	Other (Specify)		
	Total	25,000.00	§ 10,000.00
	Answer also in Appendix, Column 3, if filing under ULOE.	<u></u>	<b>4</b>
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Accepta
		Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors		\$_10,000.00
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
		Type of	Dollar Amount
	Type of Offering	Security	Sold
	Rule 505		\$
	Regulation A		<b>S</b>
	Rule 504		\$
	Total		\$_0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		s0.00
	Printing and Engraving Costs		§ 0.00
	Legal Fees		\$_1,000.00
	Accounting Fees		\$_0.00
	Engineering Fees		\$_0.00
	Sales Commissions (specify finders' fees separately)		\$_0.00
	Other Expenses (identify) filing/agent fees		<b>\$</b> 740.00
	Total		\$_1,740.00

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF P	ROCEEDS	
b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$
Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.		
	Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees	<b>√</b> \$ 326.00	s
Purchase of real estate		
Purchase rental or leasing and installation of machinery		
and equipment		
Construction or leasing of plant buildings and facilities	□ <b>\$</b>	<b>√</b> \$ 163.00
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<b>□\$</b>	шs
Repayment of indebtedness	□* □ <b>\$</b>	Z \$ 489.00
Repayment of indebtedness	□ <b>*</b>	26,956.00
Working capital  Other (specify): Travel Costs	∐ * <del></del>	326.00
	L •	. W.
	□\$	s
Column Totals	S 326.00	\$ 27,934.00
Total Payments Listed (column totals added)	•	8,260.00
D. VEDERAL SIGNATURE	Fig. 1	
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notic signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commithe information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of	e is filed under Russion, upon writte	ale 505, the following
Ssuer (Print or Type) Orthopaedic & Spine Implant Services of Melbourne	Date June 2:	5, 2008
Name of Signer (Print or Type)  Title/of Signer (Print or Type)	· · · · · · · · · · · · · · · · · · ·	
John M. M. Guine Managur		
70		

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE	ા કેવ	The second							
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No <b>⊠</b>							
	See Appendix, Column 5, for state response.									
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is f D (17 CFR 239.500) at such times as required by state law.	iled a no	tice on Form							
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, informatissuer to offerees.	ion furn	ished by the							
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.									
	ter has read this notification and knows the contents to be true and has duly caused this notice to be signed on its beha thorized person.	lf by the	undersigned							
Issuer (	Print or Type) Date	·								
	aedic & Spine Implant Services of Melbourne, June 25,	2008								
Name (	Print or Type) Title (Print or Type)									
	John M. M. Guive Manager									
	J									

## Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

#### **APPENDIX** 2 4 1 3 Disqualification under State ULOE Type of security and aggregate (if yes, attach Intend to sell explanation of to non-accredited offering price Type of investor and investors in State offered in state amount purchased in State waiver granted) (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) Number of Number of Non-Accredited Accredited Investors Investors Amount Yes No State Yes No Amount × ΑL X ΑK × X ΑZ X X X AR X × CA X X CO X X CT X X X DE × DC × X 2 \$10,000.00 X LLC Units 30,000 FL × X GA X HI X X ID X X IL X X IN X X X IΑ X KS X ΚY X X × LA × X ME X MD X × X MA X X ΜI x X MN × MS X

### **APPENDIX** 2 4 3 Disqualification under State ULOE Type of security Intend to sell and aggregate (if yes, attach offering price Type of investor and explanation of to non-accredited offered in state amount purchased in State waiver granted) investors in State (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) (Part C-Item 1) Number of Number of Accredited Non-Accredited No Investors Investors Amount Yes State Yes No Amount X MO X × MT X NE X x X NV × X NH × X NJ × NM X X X NY NC X × X ND X X ОН X OK X × × OR X PΑ X X RΙ × × SC X X SD X X X TN X TXX X UT X × VT X X X VA X X WA X wν × x WI ×

				APP	ENDIX					
1		2	3  Type of security		4					
	to non-a	d to sell accredited rs in State 3-Item 1)	and aggregate offering price offered in state (Part C-Item 1)	Type of investor and expl amount purchased in State waiv (Part C-Item 2) (Part		amount purchased in State				
State	Yes	No		Number of Accredited Investors	Accredited Non-Accredited				No	
WY		×							×	
PR		×	-						×	

